



NGL Fine-Chem Limited

Regd. Office 301, E – Square, Subhash Road, Vile Parle East, Mumbai 400057 Maharashtra, India.
Tel.: (+91 22) 40842222, Fax: (+91 22) 2610 8030, Email: info@nglfinechem.com CIN L24110MH1981PLC025884, Website www.nglfinechem.com

25th August, 2023

To,
The Manager Listing,
The BSE Ltd.,
Dalal Street, Fort,
Mumbai –400001.
Scrip Code: 524774

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No/C/1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai 400050.
Symbol: NGLFINE

Sub: Disclosure of voting Results of the 42nd Annual General Meeting of the Company

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the voting results in respect of the remote e-voting and e-voting at the AGM on the resolutions item No. 1 to 4 as per the Notice dated May 15, 2023 of 42nd Annual General Meeting of the Company held on August 25, 2023. A copy of the consolidated Scrutinizer's Report dated August 25, 2023 in respect of the e-voting is enclosed herewith.

Kindly take the above information on your record and acknowledge a receipt of the same.

Thanking you,

Yours faithfully,
FOR NGL FINE-CHEM LIMITED

Pallavi Satish Digitally signed by
Pallavi Satish Pednekar
Pednekar Date: 2023.08.26
11:15:34 +05'30'

Pallavi Pednekar
Company Secretary & Compliance Officer
Membership No: A33498

Encl: As Above.

Date of the AGM	25/08/2023
Total Number of Shareholders on record date	16338
No. of shareholders present in the meeting either in person or through proxy:	-
Promoters and Promoter Group	-
Public	-
No. of Shareholders attend the meeting through video conferencing:	
Promoters and Promoter Group	4
Public	39

Sr. No.	Details of the Item	Resolution required (Ordinary/Special)	Passed with
1.	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2023 and the Reports of the Directors and the Auditors thereon.	Ordinary Resolution	requisite majority
2.	To declare Final dividend for the financial year ended 31st March, 2023.	Ordinary Resolution	requisite majority
3.	To re-appoint Mrs. Ajita Nachane, Director (holding DIN 00279241) who retires by rotation and being eligible offers herself for re-appointment as Director.	Ordinary Resolution	requisite majority
4.	To modify the terms of appointment of Mr Ahaan Nachane, Vice President of the Company.	Ordinary Resolution	requisite majority

Pallavi Satish Pednekar
Digitally signed by Pallavi Satish Pednekar
Date: 2023.08.26 11:15:55 +05'30'



SCRUTINIZER'S REPORT

Date: 25.08.2023

To,
The Chairman,
NGL FINE-CHEM LIMITED.
301, E-Square, Subhash Road,
Vile Parle(East)
Mumbai - 400057

Re: Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 42nd Annual General Meeting held on 25th August, 2023 in terms of provisions of the Companies Act, 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.

Dear Sir,

- A. I, Mr. Hemant Shetye, Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated **15th May, 2023** to conduct the following: -

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 42nd Annual General Meeting (hereinafter referred as AGM) held on 25th August, 2023, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 42nd Annual General Meeting dated **25th August, 2023**.

The voting rights were reckoned as on **Friday, 18th August, 2023** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. The AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular Nos. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 19/2021 dated 8th December, 2021 and Circular No. 02/2022 dated 5th May, 2022, issued by Ministry of Corporate Affairs ("MCA") and Circular No

Consolidated Report of Scrutinizer on E-voting by the Members of NGL FINE-CHEM LIMITED for the 42nd AGM held on 25.08.2023



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SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, issued by Securities and Exchange Board of India ("SEBI"), where in physical attendance of Members was not required and facility to appoint proxy to attend and cast vote for members was not available at the AGM.

- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.
- D. The Company had availed remote E-voting facility offered by Central Depository Services (India) Limited (CDSL) for the purpose of E-voting by the members of the Company from **Tuesday, 22nd August, 2023 (from 9.00 a.m. IST) and ended on Thursday, 24th August, 2023 (till 5.00 p.m. IST)**. The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the CDSL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the CDSL E-voting system.
- H. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL).
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system, and on the basis of the votes received on the same, I hereby report the following:



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Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 1- Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.	28,18,194	100	0	0	0

Note: Decimals up to 2 digits have been considered.

Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.



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Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 2- Ordinary Resolution: To declare a Final Dividend of Rs. 1.75/- per equity share i.e. 35% for the financial year ended 31 st March, 2023.	28,18,194	100	0	0	0

Note: Decimals up to 2 digits have been considered.

since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.

Consolidated Report of Scrutinizer on E-voting by the Members of NGL FINE-CHEM LIMITED for the 42nd AGM held on 25.08.2023



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Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
Item No. 3- Ordinary Resolution: To re-appoint Mrs. Ajita Nachane, Director (holding DIN: 00279241) who retires by rotation & being eligible offers herself for re-appointment as Director.	28,17,179	99.99	15	0.01	0

Note: Decimals up to 2 digits have been considered.

Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Invalid Votes are not included in calculation of Votes "for" and "against."

##Mr. Rahul Nachane and Mrs. Ajita Nachane did not vote on this resolution.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.



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Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v=iv / (ii+iv) * 100)$	
Item No. 4- Ordinary Resolution: (Special Business) <u>To modify the terms of appointment of Mr. Ahaan Nachane, Vice President of the Company</u>	28,17,179	99.99	15	0.01	0

Note: Decimals up to 2 digits have been considered.

since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable

##Mr. Rahul Nachane and Mrs. Ajita Nachane, being relative of Mr. Ahaan Nachane are refrain from voting on the resolution.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed with majority.



- J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

K. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange i.e., BSE Limited and NSE Limited (ii) placing on website of the Company and (iii) website of Central Depository Services (India) Limited (CDSL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

Date: 25.08.2023

Place: Mumbai

ICSI UDIN: F002827E000866107
Peer Review No: 2507/2022



**For HSPN & Associates LLP,
Company Secretaries,**

Mr. Hemant Shetye
Designated Partner
FCS. -2827
CP No. - 1483

Name: Mr. Khan Saeed
Witness 1
Address: 206, 2nd Floor,
Tantia & Jogani Industrial Estate,
J. R. Boricha Marg, Lower Parel (E),
Mumbai- 400 011.

Name: Ms. Varsha Kadam
Witness 2
Address: 206, 2nd Floor,
Tantia & Jogani Industrial Estate,
J. R. Boricha Marg, Lower Parel (E),
Mumbai- 400 011.

Counter Signature of Chairman

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2023 and the Reports of the Directors and the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4542984	2747085	60.4687	2747085	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4542984	2747085	60.4687	2747085	0	100.0000
Public-Institutions	E-Voting	175	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		175	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1634865	71109	4.3495	71109	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1634865	71109	4.3495	71109	0	100.0000
Total		6178024	2818194	45.6164	2818194	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final dividend for the financial year ended 31st March, 2023.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4542984	2747085	60.4687	2747085	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4542984	2747085	60.4687	2747085	0	100.0000
Public-Institutions	E-Voting	175	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		175	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1634865	71109	4.3495	71109	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1634865	71109	4.3495	71109	0	100.0000
Total		6178024	2818194	45.6164	2818194	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mrs Ajita Nachane, Director (holding DIN 00279241) who retires by rotation and being eligible offers herself for re-appointment as Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4542984	2746085	60.4467	2746085	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4542984	2746085	60.4467	2746085	0	100.0000
Public- Institutions	E-Voting	175	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		175	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1634865	71094	4.3486	71079	15	99.9789	0.0211
	Poll							
	Postal Ballot (if applicable)							
	Total		1634865	71094	4.3486	71079	15	99.9789
Total		6178024	2817179	45.6000	2817164	15	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To modify the terms of appointment of Mr Ahaan Nachane, Vice President of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4542984	2746085	60.4467	2746085	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4542984	2746085	60.4467	2746085	0	100.0000
Public- Institutions	E-Voting	175	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		175	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1634865	71094	4.3486	71079	15	99.9789	0.0211
	Poll							
	Postal Ballot (if applicable)							
	Total		1634865	71094	4.3486	71079	15	99.9789
Total		6178024	2817179	45.6000	2817164	15	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	